

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	
	)	Chapter 11
YELLOW CORPORATION, <i>et al.</i> , <sup>1</sup>	)	
	)	Case No. 23-11069 (CTG)
Debtors.	)	
	)	(Jointly Administered)

**DEBTORS' MOTION FOR LEAVE TO FILE  
A LATE REPLY IN SUPPORT OF SALE MOTION**

The above-captioned debtors and debtors in possession (collectively, the “Debtors”) file this motion (the “Motion for Leave”) for entry of an order, substantially in the form attached hereto as **Exhibit A** (the “Proposed Order”), granting the Debtors leave to file a late reply (the “Reply”) in support of their Sale Motion<sup>2</sup> [Docket No. 22] (the “Sale Motion”) for approval of the proposed sale of certain of the Debtors’ real property assets at the December 12, 2023 hearing. A copy of the Reply is attached hereto as **Exhibit B**. In support of this Motion for Leave, the Debtors respectfully state as follows:

**Jurisdiction and Venue**

1. The United States District Court for the District of Delaware has jurisdiction over this matter pursuant to 28 U.S.C. § 1334, which was referred to the United States Bankruptcy

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<sup>1</sup> A complete list of each of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors’ claims and noticing agent at <https://dm.epiq11.com/YellowCorporation>. The location of the Debtors’ principal place of business and the Debtors’ service address in these chapter 11 cases is: 11500 Outlook Street, Suite 400, Overland Park, Kansas 66211.

<sup>2</sup> *Motion of the Debtors for Entry of an Order (I)(A) Approving Bidding Procedures for the Sale or Sales of the Debtors’ Assets; (B) Scheduling an Auction and Approving the Form and Manner of Notice Thereof; (C) Approving Assumption and Assignment Procedures; (D) Scheduling a Sale Hearing and Approving the Form and Manner of Notice Thereof; (II)(A) Approving the Sale of the Debtors’ Assets Free and Clear of Liens, Claims, Interests and Encumbrances and (B) Approving the Assumption and Assignment of Executory Contracts and Unexpired Leases; and (III) Granting Related Relief* [Docket No. 22] (the “Sale Motion”). Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Sale Motion.

Court for the District of Delaware (the “Court”) under 28 U.S.C. § 157 pursuant to the *Amended Standing Order of Reference from the United States District Court for the District of Delaware*, dated February 29, 2012. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2), and the Debtors confirm their consent pursuant to Rule 9013-1(f) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”) to the entry of a final order by the Court in connection with this Motion for Leave to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

2. Venue in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The statutory bases for the relief requested herein are section 105(a) of title 11 of the United States Code (the “Bankruptcy Code”) and Local Rule 9006-1(d).

### **Background**

4. On August 6, 2023 (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. These chapter 11 cases have been consolidated for procedural purposes only and are being jointly administered pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure [Docket No. 169]. The Debtors are managing their businesses and their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. On August 16, 2023, the United States Trustee for the District of Delaware (the “U.S. Trustee”) appointed an official committee of unsecured creditors [Docket No. 269] (the “Committee”). No trustee or examiner has been appointed in these chapter 11 cases.

5. The Debtors filed the Sale Motion on August 7, 2023.

6. On September 15, 2023, the Court entered the *Order (I)(A) Approving Bidding Procedures for the Sale or Sales of the Debtors' Assets; (B) Scheduling Auctions and Approving the Form and Manner of Notice Thereof; (C) Approving Assumption and Assignment Procedures; (D) Scheduling Sale Hearings and Approving the Form and Manner of Notice Thereof; (II)(A) Approving the Sale of the Debtors' Assets Free and Clear of Liens, Claims, Interests and Encumbrances and (B) Approving the Assumption and Assignment of Executory Contracts and Unexpired Leases; and (III) Granting Related Relief* [Docket No. 575] (the “Bidding Procedures Order”).

7. Pursuant to the Bidding Procedures Order, an auction was held on November 28, 2023 with respect to certain of the Debtors' real property assets.

8. On December 4, 2023, the Debtors filed a *Notice of Winning Bidders and, If Applicable, Back-Up Bidders with Respect to Certain of the Debtors' Real Property Assets* [Docket No. 1268] (the “Winning Bidder Notice”).

9. Pursuant to the Bidding Procedures Order and the Winning Bidder Notice, the Sale Objection Deadline and Adequate Assurance Objection Deadline for Winning Bid(s) (or Back-Up Bid(s), as applicable) for Non-Rolling Stock Assets (the “Winning Bids”) is December 8, 2023 at 5:00 p.m. (ET) (the “Objection Deadline”).

10. The Court is scheduled conduct a sale hearing as to the Winning Bids on December 12, 2023 at 10:00 a.m. (ET) (the “Hearing”).

11. Pursuant to Local Rule 9029-3(a)(i), the agenda for the Hearing is required to be filed on or before 12:00 p.m. (ET) on December 8, 2023. Accordingly, pursuant to Local Rule 9006-1(d), the deadline for the Debtors to file a Reply (the “Reply Deadline”) would be 4:00 p.m. (ET) on December 7, 2023, which is prior to the Objection Deadline.

**Relief Requested**

12. The Debtors respectfully request entry of the Proposed Order granting the Debtors leave to file a late Reply in support of the Sale Motion on or before December 11, 2023 at 4:00 p.m. (ET).

**Basis for Relief**

13. Pursuant to Local Rule 9006-1(d), “[r]eply papers by the movant, or any party that has joined the movant, may be filed by 4:00 p.m. prevailing Eastern Time the day prior to the deadline for filing the agenda.” Del. Bankr. L.R. 9006-1(d).

14. Here, cause exists to allow the late filing of the Reply. As described above, the Objection Deadline has been set for December 8, 2023, while the Reply, pursuant to Local Rule 9006-1(d), would be due on December 7, 2023.

15. Given the timing of the agenda filing deadline, the Objection Deadline, and the Hearing, the Debtors require additional time to receive and review any objections that may be filed and to prepare and file the Reply. The Debtors submit that no parties will be prejudiced by the filing of a late Reply. Accordingly, the Debtors seek to extend the time to file the Reply on or before December 11, 2023 at 4:00 p.m. (ET).

WHEREFORE, the Debtors respectfully request that the Court enter the Proposed Order granting the relief sought herein and grant such other and further relief as may be just and proper.

Dated: December 11, 2023  
Wilmington, Delaware

/s/ Laura Davis Jones

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